

Inox Wind Limited

| | | |
|--|----------------|--|
| Date of AGM | 19-Sep-15 | |
| Total No of Shareholders on record date | 36991 | |
| No. of Shareholders present in the meeting either in person or through proxy | | |
| Promoters and Promoter Group | 6 | |
| Public | 41 | |
| No. of Shareholders who attended the meeting through Video Conferencing: | | |
| Promoters and Promoter Group | Not Applicable | |
| Public | Not Applicable | |
| Details of Agenda | | |

Resolution No.: 1 - Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2015, the report of Auditors thereon and the report of the Board of Directors for the said year; and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2015 and the report of the Auditors thereon - Approved by Requisite Majority

Resolution required: Ordinray Resolution
Mode of Voting - E-voting

| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoters and Promoter Group | 179999500 | 179999500 | 100.00 | 179999500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 15012594 | 13403408 | 89.28 | 13403408 | 0 | 100.00 | 0.00 |
| Public - Others | 27221 | 27221 | 100.00 | 27176 | 45 | 99.83 | 0.17 |
| Total (A) | 195039315 | 193430129 | 99.17 | 193430084 | 45 | 100.00 | 0.00 |

Mode of Voting - Poll

| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoters and Promoter Group | 10000500 | 10000500 | 100.00 | 10000500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 16300 | 16300 | 100.00 | 16300 | 0 | 100.00 | 0.00 |
| Public - Others | 4816 | 4816 | 100.00 | 4816 | 0 | 100.00 | 0.00 |
| Total (B) | 10021616 | 10021616 | 100.00 | 10021616 | 0 | 100.00 | 0.00 |
| Result (A+B) | 205060931 | 203451745 | 99.22 | 203451700 | 45 | 100.00 | 0.00 |



| Resolution No.: 2 - Appointment of Director in place of Shri Rajeev Gupta, who retires by rotation and, being eligible, seeks re-appointment - Approved by Requisite Majority | | | | | | | |
|---|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution required: Ordinary Resolution | | | | | | | |
| Mode of Voting - E-voting | | | | | | | |
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 179999500 | 179999500 | 100.00 | 179999500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 15012594 | 15012594 | 100.00 | 15012594 | 0 | 100.00 | 0.00 |
| Public - Others | 27221 | 27196 | 99.91 | 27106 | 90 | 99.67 | 0.33 |
| Total (A) | 195039315 | 195039290 | 100.00 | 195039200 | 90 | 100.00 | 0.00 |
| Mode of Voting - Poll | | | | | | | |
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 10000500 | 10000500 | 100.00 | 10000500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 16300 | 16300 | 100.00 | 16300 | 0 | 100.00 | 0.00 |
| Public - Others | 4816 | 4186 | 86.92 | 4186 | 0 | 100.00 | 0.00 |
| Total (B) | 10021616 | 10020986 | 99.99 | 10020986 | 0 | 100.00 | 0.00 |
| Result (A+B) | 205060931 | 205060276 | 100.00 | 205060186 | 90 | 100.00 | 0.00 |

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| Resolution No.: 3 - Appointment of Statutory Auditors of the Company - Approved by Requisite Majority | | | | | | | |
|---|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution required: Ordinary Resolution | | | | | | | |
| Mode of Voting - E-voting | | | | | | | |
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 179999500 | 179999500 | 100.00 | 179999500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 15012594 | 15012594 | 100.00 | 15012594 | 0 | 100.00 | 0.00 |
| Public - Others | 27221 | 27221 | 100.00 | 27131 | 90 | 99.67 | 0.33 |
| Total (A) | 195039315 | 195039315 | 100.00 | 195039225 | 90 | 100.00 | 0.00 |
| Mode of Voting - Poll | | | | | | | |
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 10000500 | 10000500 | 100.00 | 10000500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 16300 | 16300 | 100.00 | 16300 | 0 | 100.00 | 0.00 |
| Public - Others | 4816 | 4816 | 100.00 | 4816 | 0 | 100.00 | 0.00 |
| Total (B) | 10021616 | 10021616 | 100.00 | 10021616 | 0 | 100.00 | 0.00 |
| Result (A+B) | 205060931 | 205060931 | 100.00 | 205060841 | 90 | 100.00 | 0.00 |




Resolution No.: 4 - Appointment of Shri Chandra Prakash Jain as Independent Director of the Company for five (5) consecutive years for a term upto 20th October, 2019 - Approved by Requisite Majority

Resolution required: Ordinary Resolution

Mode of Voting - E-voting

| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoters and Promoter Group | 179999500 | 179999500 | 100.00 | 179999500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 15012594 | 15012594 | 100.00 | 15012594 | 0 | 100.00 | 0.00 |
| Public - Others | 27221 | 27196 | 99.91 | 27016 | 180 | 99.34 | 0.66 |
| Total (A) | 195039315 | 195039290 | 100.00 | 195039110 | 180 | 100.00 | 0.00 |

Mode of Voting - Poll

| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoters and Promoter Group | 10000500 | 10000500 | 100.00 | 10000500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 16300 | 16300 | 100.00 | 16300 | 0 | 100.00 | 0.00 |
| Public - Others | 4816 | 4816 | 100.00 | 4816 | 0 | 100.00 | 0.00 |
| Total (B) | 10021616 | 10021616 | 100.00 | 10021616 | 0 | 100.00 | 0.00 |

| | | | | | | | |
|---------------------|------------------|------------------|---------------|------------------|------------|---------------|-------------|
| Result (A+B) | 205060931 | 205060906 | 100.00 | 205060726 | 180 | 100.00 | 0.00 |
|---------------------|------------------|------------------|---------------|------------------|------------|---------------|-------------|



Resolution No.: 5 - Appointment of Ms. Bindu Saxena as Independent Director of the Company for five (5) consecutive years for a term upto 20th October, 2019 - Approved by Requisite Majority

Resolution required: Ordinary Resolution

Mode of Voting - E-voting

| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoters and Promoter Group | 179999500 | 179999500 | 100.00 | 179999500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 15012594 | 15012594 | 100.00 | 15012594 | 0 | 100.00 | 0.00 |
| Public - Others | 27221 | 27221 | 100.00 | 27041 | 180 | 99.34 | 0.66 |
| Total (A) | 195039315 | 195039315 | 100.00 | 195039135 | 180 | 100.00 | 0.00 |

Mode of Voting - Poll


| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoters and Promoter Group | 10000500 | 10000500 | 100.00 | 10000500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 16300 | 16300 | 100.00 | 16300 | 0 | 100.00 | 0.00 |
| Public - Others | 4816 | 4816 | 100.00 | 4816 | 0 | 100.00 | 0.00 |
| Total (B) | 10021616 | 10021616 | 100.00 | 10021616 | 0 | 100.00 | 0.00 |

| | | | | | | | |
|---------------------|------------------|------------------|---------------|------------------|------------|---------------|-------------|
| Result (A+B) | 205060931 | 205060931 | 100.00 | 205060751 | 180 | 100.00 | 0.00 |
|---------------------|------------------|------------------|---------------|------------------|------------|---------------|-------------|



| Resolution No.: 6 - Re-appointment of Shri Rajeev Gupta as Whole-time Director of the Company - Approved by Requisite Majority | | | | | | | |
|--|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution required: Ordinary Resolution | | | | | | | |
| Mode of Voting - E-voting | | | | | | | |
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 179999500 | 179999500 | 100.00 | 179999500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 15012594 | 15012594 | 100.00 | 15012594 | 0 | 100.00 | 0.00 |
| Public - Others | 27221 | 27196 | 99.91 | 27106 | 90 | 99.67 | 0.33 |
| Total (A) | 195039315 | 195039290 | 100.00 | 195039200 | 90 | 100.00 | 0.00 |

| Mode of Voting - Poll | | | | | | | |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 10000500 | 10000500 | 100.00 | 10000500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 16300 | 16300 | 100.00 | 16300 | 0 | 100.00 | 0.00 |
| Public - Others | 4816 | 4186 | 86.92 | 4186 | 0 | 100.00 | 0.00 |
| Total (B) | 10021616 | 10020986 | 99.99 | 10020986 | 0 | 100.00 | 0.00 |
| Result (A+B) | 205060931 | 205060276 | 100.00 | 205060186 | 90 | 100.00 | 0.00 |

| Resolution No.:7 - Approval of remuneration to the Cost Auditors - Approved by Requisite Majority | | | | | | | |
|---|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution required: Ordinary Resolution | | | | | | | |
| Mode of Voting - E-voting | | | | | | | |
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 179999500 | 179999500 | 100.00 | 179999500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 15012594 | 15012594 | 100.00 | 15012594 | 0 | 100.00 | 0.00 |
| Public - Others | 27221 | 27221 | 100.00 | 27086 | 135 | 99.50 | 0.50 |
| Total (A) | 195039315 | 195039315 | 100.00 | 195039180 | 135 | 100.00 | 0.00 |

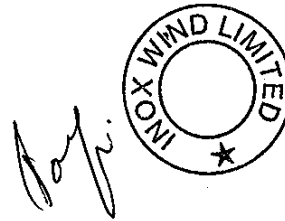
| Mode of Voting - Poll | | | | | | | |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 10000500 | 10000500 | 100.00 | 10000500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 16300 | 16300 | 100.00 | 16300 | 0 | 100.00 | 0.00 |
| Public - Others | 4816 | 4816 | 100.00 | 4816 | 0 | 100.00 | 0.00 |
| Total (B) | 10021616 | 10021616 | 100.00 | 10021616 | 0 | 100.00 | 0.00 |
| Result (A+B) | 205060931 | 205060931 | 100.00 | 205060796 | 135 | 100.00 | 0.00 |



Signature

| Resolution No.: 8 - Approval of remuneration by way of commission to Dr S Rama Iyer, Independent Director - Approved by Requisite Majority | | | | | | | |
|--|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution required: Special Resolution | | | | | | | |
| Mode of Voting - E-voting | | | | | | | |
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 179999500 | 179999500 | 100.00 | 179999500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 15012594 | 15012594 | 100.00 | 15012594 | 0 | 100.00 | 0.00 |
| Public - Others | 27221 | 27196 | 99.91 | 27061 | 135 | 99.50 | 0.50 |
| Total (A) | 195039315 | 195039290 | 100.00 | 195039155 | 135 | 100.00 | 0.00 |

| Mode of Voting - Poll | | | | | | | |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 10000500 | 10000500 | 100.00 | 10000500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 16300 | 16300 | 100.00 | 16300 | 0 | 100.00 | 0.00 |
| Public - Others | 4816 | 4816 | 100.00 | 4816 | 0 | 100.00 | 0.00 |
| Total (B) | 10021616 | 10021616 | 100.00 | 10021616 | 0 | 100.00 | 0.00 |
| Result (A+B) | 205060931 | 205060906 | 100.00 | 205060771 | 135 | 100.00 | 0.00 |



| Resolution No.: 9 - Authorisation to make an offer(s) or invitation(s) for subscription of Non-convertible Debentures (NCD) - Approved by Requisite Majority | | | | | | | |
|--|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution required: Special Resolution | | | | | | | |
| Mode of Voting - E-voting | | | | | | | |
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 179999500 | 179999500 | 100.00 | 179999500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 15012594 | 15012594 | 100.00 | 15012594 | 0 | 100.00 | 0.00 |
| Public - Others | 27221 | 27221 | 100.00 | 27131 | 90 | 99.67 | 0.33 |
| Total (A) | 195039315 | 195039315 | 100.00 | 195039225 | 90 | 100.00 | 0.00 |

| Mode of Voting - Poll | | | | | | | |
|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Category | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoters and Promoter Group | 10000500 | 10000500 | 100.00 | 10000500 | 0 | 100.00 | 0.00 |
| Public - Institutional Holders | 16300 | 16300 | 100.00 | 16300 | 0 | 100.00 | 0.00 |
| Public - Others | 4816 | 4816 | 100.00 | 4816 | 0 | 100.00 | 0.00 |
| Total (B) | 10021616 | 10021616 | 100.00 | 10021616 | 0 | 100.00 | 0.00 |
| Result (A+B) | 205060931 | #VALUE! | #VALUE! | 205060841 | 90 | #VALUE! | #VALUE! |




DAYAL & MAUR

Company Secretaries

F-6 & F-8, 1st Floor, Building No. 102
Maharani Plaza, Nafed Complex
Ashram, New Delhi - 110 014
Tel: +91 11 43534708
E-mail: dayalmaur@gmail.com

REPORT OF SCRUTINIZER(S)

To
The Chairman
Inox Wind Limited
Plot No. 1, Khasra Nos. 264 to 267, Industrial Area,
Village Basal- 174303, District Una,
Himachal Pradesh, India.

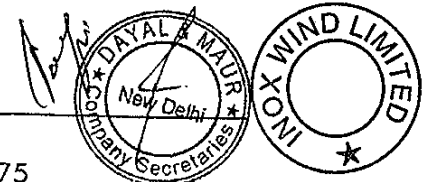
1. I was appointed as the scrutinizer for conducting the remote e-voting process as well as the voting conducted at the 6th Annual General Meeting (AGM) of Inox Wind Ltd (hereinafter referred to as the Company) held on 19th September, 2015 at 11.00 a.m at Plot no. 1, Khasra Nos. 264 to 267, Industrial Area, Village Basal-174303, District Una, Himanchal Pradesh, India, its Registered Office to transact following items mentioned in the notice which are reproduced below:

| Sl. No. | Resolution No. | Particulars of the Resolution |
|---------|----------------|--|
| 1. | 1. | To receive, consider and adopt: Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2015, the report of Auditors thereon and the report of the Board of Directors for the said year; and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2015 and the report of the Auditors thereon. |
| 2. | 2. | To appoint a Director in place of Shri Rajeev Gupta (DIN: 01773304) who retires by rotation and being eligible offers himself |

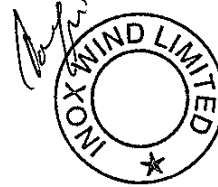
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Contacts

Shailesh Dayal - 98112 55855, B S Maur-98112 72675



| | | |
|----|----|--|
| | | for re-appointment. |
| 3. | 3. | To Appoint Statutory Auditors of the company from the conclusion of this Meeting until the conclusion of the Eleventh Annual General Meeting and to fix their remuneration. |
| 4. | 4. | To appoint Shri Chandra Prakash Jain (DIN: 00011964) as an Independent Director of the Company to hold office for five (5) consecutive years for a term upto 20 th October, 2019. |
| 5. | 5. | To appoint Ms. Bindu Saxena (DIN: 00167802) as an Independent Director of the Company to hold office for five (5) consecutive years for a term upto 20 th October, 2019. |
| 6. | 6. | To re-appoint Shri Rajeev Gupta (DIN: 01773304), as Whole-time Director of the Company, liable to retire by rotation, for a further period of one year commencing from 01st April, 2015 |
| 7. | 7. | Approval of Remuneration to Cost Auditor of the company. |
| 8. | 8. | Approval of Remuneration to Dr. S. Rama Iyer (DIN: 00076549), Independent Director of the Company by way of Commission. |
| 9. | 9. | Authorization to make an offer(s) or invitation(s) for subscription of Non-convertible Debentures. |



2. I submit my report as under:

- 2.1 The Company completed the dispatch of annual reports to its member whose name(s) appeared on the Register of Members / List of Beneficiaries as made available by the depositories viz, National Securities Depositories Limited and Central Depository Services (India) Limited by email 28th August, 2015 & by registered post by 26th August, 2015.
- 2.2 The e-voting commenced from 16th September, 2015 at 09:00 A.M. and ended on 18th September, 2015 at 05:00 P.M.
- 2.3 The votes were unblocked on 19th September, 2015 in presence of two (2) witnesses not in the employment of the Company. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of Central Depository Systems Limited (<http://evotingindia.co.in>):
- 2.4 The e-voting data was scrutinized by me for verification of votes cast in favour of and against the resolution.

Result:

3. The summary of the votes received under e-voting process and poll at AGM is given below:-
- 3.1 Poll Summary:
- a) 38 members had cast their votes through voting facility provided at the Annual General Meeting of the Company.
 - b) 99 members* had cast their votes through remote e-voting.
- 3.2 The Consolidated Results with respect to each items on the agenda as set out in the Notice of the 6th Annual General Meeting is enclosed.
- 3.3 Based on the voting results seven Ordinary Resolutions and two Special Resolutions as contained in Item No. 1 to Item no. 9 of the notice dated 27th July, 2015 have been passed



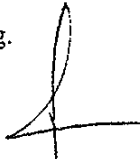
with requisite majority.

3.4 The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

You may accordingly declare the result of Poll at AGM & Remote e-voting.

Thanking you.

Place : New Delhi
Date : 21/09/2015


Barinder Singh Maur
Practicing Company Secretary &
Scrutinizer for E- Voting Process
C.P No: 7041

* This includes members having Multiple demat accounts.



Consolidated Results

Resolutions No. 1: Adoption of Annual Accounts

| | Number of Members | | | Number of Votes | | | %age |
|-----------------|-------------------|--------------------|-------|-----------------|--------------------|-----------|------------|
| | *Remote E-Voting | Poll/Voting at AGM | Total | Remote E-Votes | Poll/Voting at AGM | Total | |
| Assent | 93 | 38 | 131 | 193430084 | 10021616 | 203451700 | 99.215 |
| Dissent | 1 | 0 | 1 | 45 | 0 | 45 | Negligible |
| Abstain/Invalid | 5 | 3 | 8 | 1609186 | 200 | 1609386 | .784 |

The ordinary resolution contained as Item no. 1 in the notice dated 27th July, 2015 has been passed with requisite majority.



Consolidated Results

Resolutions No. 2: Appointment of Shri Rajeev Gupta as Director of the Company

| | Number of Members | | | Number of Votes | | | %age |
|-----------------|-------------------|--------------------|-------|-----------------|--------------------|-----------|------------|
| | Remote E-Voting | Poll/Voting at AGM | Total | Remote E-Votes | Poll/Voting at AGM | Total | |
| Assent | 96 | 37 | 134 | 195039200 | 10020986 | 205060186 | 99.99% |
| Dissent | 2 | 0 | 2 | 90 | 0 | 90 | Negligible |
| Abstain/Invalid | 1 | 4 | 5 | 25 | 830 | 855 | Negligible |

The ordinary resolution contained as Item no. 2 in the notice dated 27th July, 2015 has been passed with requisite majority.



Consolidated Results

Resolutions No. 3: Appointment of Statutory Auditors

| | Number of Members | | | Number of Votes | | | %age |
|-----------------|-------------------|--------------------|-------|-----------------|--------------------|-----------|------------|
| | Remote E-Voting | Poll/Voting at AGM | Total | Remote E-Votes | Poll/Voting at AGM | Total | |
| Assent | 97 | 38 | 135 | 195039225 | 10021616 | 205060841 | 99.99% |
| Dissent | 2 | 0 | 2 | 90 | 0 | 90 | Negligible |
| Abstain/Invalid | 0 | 3 | 3 | 0 | 200 | 200 | Negligible |

The ordinary resolution contained as Item no. 3 in the notice dated 27th July, 2015 has been passed with requisite majority.



Consolidated Results

Resolutions No. 4: Appointment of Shri Chandra Prakash Jain as an Independent Director of the Company

| | Number of Members | | | Number of Votes | | | %age |
|-----------------|-------------------|--------------------|-------|-----------------|--------------------|-----------|------------|
| | Remote E-Voting | Poll/Voting at AGM | Total | Remote E-Votes | Poll/Voting at AGM | Total | |
| Assent | 94 | 39 | 133 | 195039110 | 10021616 | 205060726 | 99.99% |
| Dissent | 4 | 0 | 4 | 180 | 0 | 180 | Negligible |
| Abstain/Invalid | 1 | 3 | 4 | 25 | 200 | 225 | Negligible |

The ordinary resolution contained as Item no. 4 in the notice dated 27th July, 2015 has been passed with requisite majority.



Consolidated Results

Resolutions No. 5: Appointment of Ms Bindu Saxena as Independent Director of the Company

| | Number of Members | | | Number of Votes | | | %age |
|-----------------|-------------------|--------------------|-------|-----------------|--------------------|-----------|------------|
| | Remote E-Voting | Poll/Voting at AGM | Total | Remote E-Votes | Poll/Voting at AGM | Total | |
| Assent | 95 | 38 | 133 | 195039135 | 10021616 | 205060751 | 99.99% |
| Dissent | 4 | 0 | 4 | 180 | 0 | 180 | Negligible |
| Abstain/Invalid | 0 | 3 | 3 | 0 | 200 | 200 | Negligible |

The ordinary resolution contained as Item no. 5 in the notice dated 27th July, 2015 has been passed with requisite majority.



Resolutions No. 6: Re-appointment of Shri Rajeev Gupta as Whole-time Director of the Company

| | Number of Members | | | Number of Votes | | | %age |
|-----------------|-------------------|--------------------|-------|-----------------|--------------------|-----------|------------|
| | Remote E-Voting | Poll/Voting at AGM | Total | Remote E-Votes | Poll/Voting at AGM | Total | |
| Assent | 96 | 37 | 134 | 195039200 | 10020986 | 205060186 | 99.99% |
| Dissent | 2 | 0 | 2 | 90 | 0 | 90 | Negligible |
| Abstain/Invalid | 1 | 4 | 5 | 25 | 830 | 855 | Negligible |

The ordinary resolution contained as Item no. 6 in the notice dated 27th July, 2015 has been passed with requisite majority.



Resolutions No. 7: Ratification of remuneration of Cost Auditors of the Company

| | Number of Members | | | Number of Votes | | | %age |
|-----------------|-------------------|--------------------|-------|-----------------|--------------------|-----------|------------|
| | Remote E-Voting | Poll/Voting at AGM | Total | Remote E-Votes | Poll/Voting at AGM | Total | |
| Assent | 96 | 38 | 134 | 195039180 | 10021616 | 205060796 | 99.90% |
| Dissent | 3 | 0 | 3 | 135 | 0 | 135 | Negligible |
| Abstain/Invalid | 0 | 3 | 3 | 0 | 200 | 200 | Negligible |

The ordinary resolution contained as Item no. 7 in the notice dated 27th July, 2015 has been passed with requisite majority.



Resolutions No. 8: Approval for payment of remuneration to Dr S Rama Iyer

| | Number of Members | | | Number of Votes | | | %age |
|-----------------|-------------------|---------------------|-------|-----------------|---------------------|-----------|------------|
| | Remote E-Voting | Polli/Voting at AGM | Total | Remote E-Votes | Polli/Voting at AGM | Total | |
| Assent | 95 | 38 | 133 | 195039155 | 10021616 | 205060771 | 99.99% |
| Dissent | 3 | 0 | 3 | 135 | 0 | 135 | Negligible |
| Abstain/Invalid | 1 | 3 | 4 | 25 | 200 | 225 | Negligible |

The special resolution contained as Item no. 8 in the notice dated 27th July, 2015 has been passed with requisite majority.



Resolutions No. 9: Approval for issue of Non convertible Debentures etc.

| | Number of Members | | | Number of Votes | | | %age |
|-----------------|-------------------|--------------------|-------|-----------------|--------------------|-----------|------------|
| | Remote E-Voting | Poll/Voting at AGM | Total | Remote E-Votes | Poll/Voting at AGM | Total | |
| Assent | 97 | 38 | 135 | 195039225 | 10021616 | 205060841 | 99.99% |
| Dissent | 2 | 0 | 2 | 90 | 0 | 90 | Negligible |
| Abstain/Invalid | 0 | 3 | 3 | 0 | 200 | 200 | Negligible |

The special resolution contained as Item no.9 in the Notice dated 27th July, 2015 has been passed with requisite majority.

